

Joseph A. Piesco, Jr. (jpiesco@kasowitz.com)
Daniel Turinsky (dturinsky@kasowitz.com)
Rachel F. Ehrenpreis (rehrenpreis@kasowitz.com)
KASOWITZ, BENSON, TORRES & FRIEDMAN LLP
1633 Broadway
New York, New York 10019
(212) 506-1700

Attorneys for Plaintiff
American Management Association International

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----X		
AMERICAN MANAGEMENT ASSOCIATION	:	
INTERNATIONAL,	:	Civil Action No. 08 Civ. 6998
	:	(SHS) (FM)
Plaintiff,	:	
	:	
vs.	:	[PROPOSED] ORDER
	:	GRANTING PRELIMINARY
	:	<u>INJUNCTION</u>
STUART SYME,	:	
GERSHENSON AND ASSOCIATES, INC., and	:	
STEPHEN GERSHENSON, individually	:	
and in his capacity as President of	:	
GERSHENSON AND ASSOCIATES, INC.,	:	
	:	
	:	
Defendants.	:	
-----X		

The Motion for Preliminary Injunction and Expedited Discovery (the "Motion") filed by Plaintiff American Management Association International ("Plaintiff" or "AMA") having been presented to the Court, and the Court having considered the Motion, the supporting papers filed concurrently therewith, the evidence and heard argument, and it appearing to the Court that (a) there is a substantial likelihood that Plaintiff is likely to prevail on the merits of its claims and/or that Plaintiff has shown serious issues going to the merits of its claims, (b) the balance of hardships tips decidedly in favor of Plaintiff, (c) the public interest will not be adversely

affected, and (d) Plaintiff will suffer immediate and irreparable injury, loss and damage if a preliminary injunction order is not issued, it is hereby:

ORDERED that, pursuant to Federal Rule of Civil Procedure 65, until further order of this Court, Defendants Stuart Syme ("Syme"), Gershenson and Associates, Inc. ("G&A"), and Stephen Gershenson ("Gershenson") (collectively, "Defendants"), and all those acting in concert with them, are hereby:

1. enjoined, directly or indirectly, from soliciting or accepting engagements from AMA's clients or attendees to whom they provided, or were scheduled to provide, services on behalf of AMA, including, but not limited to, the Shaw Group, for a period through and including July 25, 2009;
2. enjoined from using in any way, directly or indirectly, or disclosing to any person AMA's confidential, proprietary and trade secret information as alleged in paragraphs 25-27 of Plaintiff's Verified Complaint; and
3. directed to return to Plaintiff any and all AMA property.

It is further ORDERED that:

4. Syme is directed to comply with the confidentiality and restrictive covenant provisions of the Independent Contractor Agreement he entered into with AMA, effective April 15, 2007;
5. Gershenson is directed to comply with the confidentiality and restrictive covenant provisions of the Independent Contractor Agreement he entered into with AMA, effective July 1, 2006;
6. G&A is enjoined from aiding and abetting or assisting, directly or indirectly, Syme and Gershenson or any other person or entity in breaching their contractual obligations to AMA; and
7. Defendants are directed to provide an accounting of all monies, profits and benefits received by them as a result of their improper use of AMA's confidential and proprietary information, or material breaches of the contractual and common law obligations that each owed to AMA; and it is further

ORDERED that service of a copy of this Order shall be made, by hand delivery, facsimile or other electronic means, on or before _____, 2008 on counsel for Defendants, and such service shall be deemed good and sufficient and adequate notice.

Dated: New York, New York
_____, 2008

Honorable Sidney H. Stein
United States District Judge, S.D.N.Y.